

United States Bankruptcy Court Southern District of New York		PROOF OF CLAIM	
In re: Randall's Island Family Golf Centers, Inc.		Case Number: 00-41065 THROUGH 00-41188 Chapter 11	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.			
Name of Creditor (Person or entity to whom debtor owes money/property) Chinatrust Bank (U.S.A.)		<input type="checkbox"/> Check if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	
Name and Address Where Notices Should be Sent c/o Wong Fleming, P.C. 2035 Lincoln Highway, P.O. Box 985 Edison, New Jersey 08818-0985 Telephone No. (732) 248-4111		<input type="checkbox"/> Check if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check if this address differs from the address on the envelope sent to you by the court.	
Account/Other Number by Which Creditor Identifies Debtor File No. 0445.0066		Check if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends previously filed claim, dated: _____	
1. BASIS FOR CLAIM <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input checked="" type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other (Describe briefly): <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. §1114(a) <input type="checkbox"/> Wages, salaries, and compensations (Fill out below) Your social security number _____ Unpaid compensation for services performed from _____ to _____ (date) (date)			
2. DATE DEBT WAS INCURRED: March 6, 1998, June 17, 1999		3. IF COURT JUDGMENT, DATE OBTAINED: N/A	
4. CLASSIFICATION OF CLAIM. Under the Bankruptcy Code, all claims are classified as one or more of the following: (1) Unsecured nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE ITEM OR ITEMS that best describe your claim and STATE THE AMOUNT OF THE CLAIM. <input checked="" type="checkbox"/> SECURED CLAIM \$ 13,377,271.50 Attach evidence of perfection of security interest Brief Description of Collateral: <input checked="" type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input checked="" type="checkbox"/> Other (Describe) Business assets Amount of arrearages and other charges included in secured claim above, if any: \$ (see attached schedule) <input type="checkbox"/> UNSECURED NONPRIORITY \$ _____ A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim. <input type="checkbox"/> UNSECURED PRIORITY CLAIM \$ _____ Specify the priority of the claim. <input type="checkbox"/> Wages, salaries, or commissions (up to \$2000), earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3) <input type="checkbox"/> Contribution to an employee benefit plan - 11 U.S.C. § 507(a)(4) <input type="checkbox"/> Up to \$900 of deposits toward purchase, lease or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6) <input type="checkbox"/> Taxes or penalties of governmental units - 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Other - 11 U.S.C. §§ 507 (a)(2), (a)(5) - (Describe briefly)			
5. TOTAL AMOUNT OF CLAIM AT TIME \$ _____ \$ 13,377,271.50 \$ _____ \$ _____ CASE FILED: (Unsecured) (Secured) (Priority) (Total) <input checked="" type="checkbox"/> Check if claim includes prepetition charges in addition to principal amount of the claim. Attach itemized statement of all additional charges.			
6. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.		THIS SPACE IS FOR COURT USE ONLY	
7. SUPPORTING DOCUMENTS: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests. If the documents are not available, explain. If the documents are voluminous, attach a summary.			
8. TIME-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			
DATE: August 11, 2000 WONG FLEMING, P.C.		Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any).	
/s/ James Haney BY JAMES HANEY, ATTORNEYS FOR CHINATRUST BANK (U.S.A.)			

Proof of Claim
Case Nos. 00-41065 through 00-41188
(jointly administered)
Chapter 11

Schedule of Amounts Due

Loan in the original amount of \$10,000,000.00 dated March 6, 1998
(Loan No. 51182)

Principal:	\$7,361,886.30
Interest as of 5/4/00:	\$ 7,333.31
Attorneys' fees:	<u>\$ 2,038.92</u>
Total Amount Owed as of May 4, 2000:	\$7,371,258.53

Loan in the original amount of \$8,000,000.00 dated June 17, 1999
(Loan No. 52321)

Principal:	\$6,000,000.00
Interest as of 5/4/00:	\$ 5,333.33
Attorneys fees:	<u>\$ 679.64</u>
Total Amount Owed as of May 4, 2000	\$6,006,012.97

TOTAL AMOUNT OWED for Loan Nos. 51182 and 52321 AS OF MAY 4,
2000:

\$13,377,271.50

Proof of Claim
Case Nos. 00-41065 through 00-41188
(jointly administered)
Chapter 11

Summary of Supporting Documents

Loan from Chinatrust Bank (U.S.A.) to Family Golf Centers, Inc., Richmond Family Golf Centers, Inc., Mesa Family Golf Center, Inc., Margate Family Golf Centers, Inc., Maineville Family Golf Centers, Inc., and West Palm Beach Family Golf Centers, Inc. for \$10,000,000.00, dated March 6, 1998.

Note for \$2,000,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Margate Family Golf Centers, Inc., dated March 6, 1998.

Mortgage for \$2,000,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Margate Family Golf Centers, Inc., dated March 6, 1998.

Subordinate Mortgage for \$1,000,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Margate Family Golf Centers, Inc., dated March 6, 1998.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Margate Family Golf Centers, Inc., dated March 6, 1998.

UCC-1 Financing Statement filed with the Secretary of State in Tallahassee, Florida by Chinatrust Bank (U.S.A.) on March 11, 1998, for the Margate property.

Note for \$1,000,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and West Palm Beach Family Golf Centers, Inc., dated March 6, 1998.

Mortgage for \$1,000,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and West Palm Beach Family Golf Centers, Inc., dated March 6, 1998.

Subordinate Mortgage for \$1,000,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and West Palm Beach Family Golf Centers, Inc., dated March 6, 1998.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and West Palm Beach Family Golf Centers, Inc., dated March 6, 1998.

UCC-1 Financing Statement filed with the Secretary of State in Tallahassee, Florida by Chinatrust Bank (U.S.A.) on March 11, 1998, for the West Palm Beach property.

Note for \$1,600,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Richmond Family Golf Centers, Inc., dated March 6, 1998.

Credit Line Deed of Trust for \$1,600,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Richmond Family Golf Centers, Inc., dated March 6, 1998.

Subordinate Deed of Trust, Assignment of Rents and Security Agreement Debt for \$2,000,000.00 between Chinatrust Bank (U.S.A.)

("Lender") and Family Golf Centers, Inc. and Richmond Family Golf Centers, Inc., dated March 6, 1998.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Richmond Family Golf Centers, Inc., dated March 6, 1998.

UCC-1 Filing for Real Estate Related Collateral filed in Hanover County, Virginia, for the Richmond property.

Note for \$2,600,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Mesa Family Golf Centers, Inc., dated March 6, 1998.

Deed of Trust for \$2,600,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Mesa Family Golf Centers, Inc., dated March 6, 1998.

Subordinate Deed of Trust, Assignment of Rents and Security Agreement Debt for \$7,400,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Mesa Family Golf Centers, Inc., dated March 6, 1998.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Mesa Family Golf Centers, Inc., dated March 6, 1998.

UCC-1 Filing for Real Estate Related Collateral filed in Maricopa County, Arizona, for the Mesa property.

Note for \$2,800,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Maineville Family Golf Centers, Inc., dated March 6, 1998.

Open End Mortgage, Assignment of Leases and Rents, and Security Agreement for \$2,800,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Maineville Family Golf Centers, Inc., dated March 6, 1998.

Subordinate Open End Mortgage, Assignment of Leases and Rents, and Security Agreement for \$7,200,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Maineville Family Golf Centers, Inc., dated March 6, 1998.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Maineville Family Golf Centers, Inc., dated March 6, 1998.

UCC-1 Filing for Real Estate Related Collateral filed in Warren County, Ohio, for the Maineville property.

Loan from Chinatrust Bank (U.S.A.) to Family Golf Centers, Inc., Peachtree Family Golf Centers, Inc. and Golf Park, Inc. for \$8,000,000.00, dated June 17, 1999.

Note for \$3,800,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Peachtree Family Golf Centers, Inc., dated June 17, 1999.

Primary Deed to Secure Debt for \$3,800,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Peachtree Family Golf Centers, Inc., dated June 17, 1999.

Subordinate Deed to Secure Debt for \$4,200,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Peachtree Family Golf Centers, Inc., dated June 17, 1999.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Peachtree Family Golf Centers, Inc., dated June 17, 1999.

UCC-1 Filing for Real Estate Related Collateral filed in Gwinnett County, Georgia on June 22, 1999, for the Peachtree property.

UCC-2 Filing for Real Estate Related Collateral filed in Gwinnett County, Georgia for the Peachtree property.

Note for \$4,200,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Golf Park, Inc., dated June 17, 1999.

Primary Deed of Trust for \$4,200,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Golf Park Family Golf Centers, Inc., dated June 17, 1999.

Secondary Deed of Trust for \$3,800,000.00 between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Golf Park, Inc., dated June 17, 1999.

Guaranty of Payment between Chinatrust Bank (U.S.A.) ("Lender") and Family Golf Centers, Inc. and Golf Park, Inc., dated June 17, 1999.

UCC-1 Financing Statement filed in King County, Washington by Chinatrust Bank (U.S.A.) on June 21, 1999 for the Golf Park property.

UCC-2 Fixture Filing filed in King County, Washington by Chinatrust Bank (U.S.A.) on June 21, 1999 for the Golf Park property.